

October 10, 2012

VIA ELECTRONIC MAIL

The Honorable Denise L. Cote  
United States District Judge  
Southern District of New York  
500 Pearl Street, Room 1610  
New York, NY 10007-1312

USDC SDNY
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**MEMO ENDORSED**

Re: *FHFA v. HSBC North America Holdings Inc.*, 11 Civ. 6189 (DLC); *FHFA v. Barclays Bank PLC*, 11 Civ. 6190 (DLC); *FHFA v. First Horizon National Corp.*, 11 Civ. 6193 (DLC); *FHFA v. Bank of America Corp.*, 11 Civ. 6195 (DLC); *FHFA v. Citigroup Inc.*, 11 Civ. 6196 (DLC); *FHFA v. Credit Suisse Holdings (USA), Inc.*, 11 Civ. 6200 (DLC); *FHFA v. Nomura Holding America, Inc.*, 11 Civ. 6201 (DLC); *FHFA v. SG Americas, Inc.*, 11 Civ. 6203 (DLC); *FHFA v. General Electric Co.*, 11 Civ. 7048 (DLC).

Also filed in 11 Civ. 5201 (DLC).

Dear Judge Cote:

We represent Plaintiff Federal Housing Finance Agency ("FHFA"), as conservator for Fannie Mae and Freddie Mac, in the above-captioned actions. Defendants in the non-fraud cases filed motions to dismiss FHFA's amended complaints on August 17, 2012. In total, Defendants filed ten separate briefs totaling approximately 220 pages. Under the October 1, 2012 Order issued by the Court last Monday, FHFA's opposition briefs are due to be filed and served on or before Friday, October 19, 2012. Because many of the briefs contain common arguments, FHFA believes that it can address such common and any case-specific arguments in a single brief. Therefore, we write to respectfully request leave to respond to nine of the ten motions to dismiss in a single brief, not to exceed 95 pages. FHFA will respond separately to the motion filed by Defendant Morgan Stanley & Co., Inc. in *FHFA v. General Electric Co.*, 11 Civ. 7048 (DLC) because of conflicts of counsel.

FHFA contacted counsel for Defendants in the above-captioned actions to seek consent to this proposal, and Defendants have responded that they do not consent.

Granted.  
Denise Cote  
Oct. 10, 2012

Respectfully submitted,

/s/ Philippe Z. Selendy

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cc: All Counsel of Record (via email)